

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:	)	Chapter 11
YELLOW CORPORATION, <i>et al.</i> , <sup>1</sup>	)	Case No. 23-11069 (CTG)
Debtors.	)	(Jointly Administered)
	)	

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**SUMMARY OF SECOND MONTHLY  
FEE APPLICATION OF KIRKLAND & ELLIS LLP  
AND KIRKLAND & ELLIS INTERNATIONAL LLP, ATTORNEYS  
FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE PERIOD  
FROM SEPTEMBER 1, 2023 THROUGH AND INCLUDING SEPTEMBER 30, 2023**

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Name of Applicant:	Kirkland & Ellis LLP and Kirkland & Ellis International LLP
Authorized to Provide Professional Services to:	Yellow Corporation, <i>et al.</i> Debtors and Debtors in Possession
Date of Retention:	Retention Order entered on September 22, 2023 Effective as of August 6, 2023
Period for which compensation and reimbursement is sought:	September 1, 2023 through September 30, 2023
Amount of Compensation sought as actual, reasonable and necessary:	\$2,360,734.40 (80 percent of \$2,950,918.00) <sup>2</sup>
Amount of Expense Reimbursement sought as actual, reasonable, and necessary:	\$29,600.94

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<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://dm.epiq11.com/YellowCorporation>. The location of the Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is: 11500 Outlook Street, Suite 400, Overland Park, Kansas 66211.

<sup>2</sup> K&E voluntarily reduced its fees and expenses by \$17,859.90 in the Fee Period (as defined herein). Consequently, K&E does not seek payment of these fees and expenses in this Monthly Fee Statement (as defined herein).

**Summary of Hours by Professional Billed  
From September 1, 2023 Through September 30, 2023**

<b>Professional Person</b>	<b>Position with the Applicant</b>	<b>Year Admitted</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Olivia Acuna	Associate	2021	Restructuring	1,155.00	138.40	\$159,852.00
Gabe Navarro Almario	Associate	2023	Environment - Transactional	885.00	21.90	\$19,381.50
Jack M. Amaro	Associate	2019	ECEB - Employee Benefits	1,245.00	4.40	\$5,478.00
Wes Benter	Associate	2019	ECEB - Labor/Employment	1,295.00	7.30	\$9,453.50
Jacob E. Black	Associate	2021	Restructuring	995.00	18.80	\$18,706.00
Frankie A. Butler	Associate	2019	Corporate - Debt Finance	1,245.00	28.90	\$35,980.50
Kennedy Chiglo	Associate	2022	Corporate - Debt Finance	885.00	47.50	\$42,037.50
Lauren Collins	Associate	2021	Restructuring	1,155.00	83.40	\$96,327.00
Shane Cooper	Associate	2022	ECEB - Labor/Employment	885.00	13.60	\$12,036.00
Jack Frisbie	Associate	N/A	Restructuring	735.00	8.60	\$6,321.00
Samuel Sean Hamner	Associate	2016	Taxation	1,455.00	13.70	\$19,933.50
Ian Hesterly	Associate	2021	Corporate - General	995.00	31.50	\$31,342.50
Kaitlyn Hodgman	Associate	2023	ECEB - Labor/Employment	885.00	3.80	\$3,363.00
Olivia Claire Hunter	Associate	2023	ECEB - Labor/Employment	885.00	3.50	\$3,097.50
Trent William Huskey	Associate	2021	Restructuring	995.00	138.70	\$138,006.50
Jean Y. Hyun	Associate	2022	Antitrust/Competition	995.00	3.80	\$3,781.00
Rob Jacobson	Associate	2019	Restructuring	1,245.00	136.90	\$170,440.50
Brandon King	Associate	2019	Corporate - M&A/Private Equity	1,155.00	65.90	\$76,114.50
Nishtha Manish Kulkarni	Associate	N/A	ECEB - Labor/Employment	735.00	1.50	\$1,102.50
Sara Lampert	Associate	2020	Corporate - Capital Markets	1,245.00	4.90	\$6,100.50
Catherine Lee	Associate	2021	Restructuring	1,155.00	33.90	\$39,154.50
Bob McAuliff	Associate	2022	Real Estate	885.00	20.30	\$17,965.50
Conor P. McNamara	Associate	2018	Restructuring	1,295.00	94.90	\$122,895.50
Allison McQueeney	Associate	2020	ECEB - Executive Compensation	1,245.00	2.50	\$3,112.50
Aaron Metviner	Associate	2018	Restructuring	1,245.00	161.90	\$201,565.50
Colin R. Monaghan	Associate	2020	Litigation - General	985.00	6.70	\$6,599.50

<b>Professional Person</b>	<b>Position with the Applicant</b>	<b>Year Admitted</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Ryan Connor Muhlstock	Associate	2022	Restructuring	885.00	76.60	\$67,791.00
Keyan Norman	Associate	2021	Corporate - General	995.00	45.90	\$45,670.50
Orla O'Callaghan	Associate	2018	Litigation - General	1,215.00	35.30	\$42,889.50
Lola Ojeniyi	Associate	2020	Litigation - General	1,080.00	17.00	\$18,360.00
Selin Ozaltun	Associate	2023	Corporate - General	885.00	4.90	\$4,336.50
Karra A. Puccia	Associate	2023	Restructuring	885.00	65.10	\$57,613.50
Zak Read	Associate	2022	Restructuring	885.00	58.50	\$51,772.50
Roy Michael Roman	Associate	2023	Restructuring	885.00	16.40	\$14,514.00
Maayan Sachs	Associate	2022	ECEB - Labor/Employment	885.00	8.20	\$7,257.00
Ben Sharp	Associate	2020	Corporate - General	995.00	2.30	\$2,288.50
Eric Steinfeld	Associate	2023	Restructuring	735.00	84.50	\$62,107.50
Matthew Calloway Walker	Associate	2023	Litigation - General	715.00	6.20	\$4,433.00
Ali Mohammad Zarabi	Associate	2022	Corporate - General	885.00	26.40	\$23,364.00
Jack N. Bernstein	Of Counsel	1995	ECEB - Employee Benefits	1,585.00	70.90	\$112,376.50
Carolyn Aiken	Partner	2018	Corporate - Debt Finance	1,545.00	21.90	\$33,835.50
Noah Allen	Partner	2015	Corporate - Capital Markets	1,375.00	31.40	\$43,175.00
John G. Caruso	Partner	1992	Real Estate	1,895.00	2.80	\$5,306.00
Jennifer C. Cornejo	Partner	2012	Environment - Transactional	1,375.00	7.20	\$9,900.00
Daniel S. Daines	Partner	2009	Corporate - M&A/Private Equity	1,420.00	32.40	\$46,008.00
Thad W. Davis, P.C.	Partner	2005	Taxation	1,795.00	12.10	\$21,719.50
James Dolphin III	Partner	2015	Environment - Transactional	1,405.00	8.20	\$11,521.00
Michael P. Esser	Partner	2009	Litigation - General	1,475.00	63.80	\$94,105.00
Whitney Fogelberg	Partner	2012	Restructuring	1,425.00	119.40	\$170,145.00
Susan D. Golden	Partner	1988	Restructuring	1,475.00	2.50	\$3,687.50
Stephanie Greco	Partner	2014	Antitrust/Competition	1,425.00	5.70	\$8,122.50
Christopher S.C. Heasley, P.C.	Partner	2013	Corporate - M&A/Private Equity	2,045.00	1.30	\$2,658.50
Richard U. S. Howell, P.C.	Partner	2006	Litigation - General	1,620.00	21.40	\$34,668.00
Michelle Kilkenney, P.C.	Partner	2002	Corporate - Debt Finance	2,045.00	11.80	\$24,131.00
R.D. Kohut	Partner	2004	ECEB - Labor/Employment	1,795.00	5.20	\$9,334.00

<b>Professional Person</b>	<b>Position with the Applicant</b>	<b>Year Admitted</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Abigail Lane	Partner	2011	ECEB - Executive Compensation	1,495.00	3.60	\$5,382.00
Casey McGushin	Partner	2014	Litigation - General	1,415.00	5.00	\$7,075.00
Patrick J. Nash Jr., P.C.	Partner	1996	Restructuring	2,045.00	31.70	\$64,826.50
Matt Pacey, P.C.	Partner	2002	Corporate - Capital Markets	2,045.00	5.30	\$10,838.50
Evangelia Podaras	Partner	2016	ECEB - Labor/Employment	1,405.00	3.60	\$5,058.00
Scott D. Price, P.C.	Partner	1998	ECEB - Executive Compensation	2,045.00	2.90	\$5,930.50
William T. Pruitt	Partner	2004	Litigation - General	1,550.00	6.70	\$10,385.00
Rebekah Tobison Scherr	Partner	2015	Antitrust/Competition	1,425.00	21.60	\$30,780.00
David R. Seligman, P.C.	Partner	1996	Restructuring	2,045.00	38.40	\$78,528.00
Michael B. Slade	Partner	1999	Litigation - General	1,855.00	46.70	\$86,628.50
Allyson B. Smith	Partner	2017	Restructuring	1,375.00	144.30	\$198,412.50
Paul D. Tanaka, P.C.	Partner	2003	Environment - Transactional	1,895.00	14.10	\$26,719.50
Spencer Topham	Partner	2010	Corporate - M&A/Private Equity	1,375.00	19.10	\$26,262.50
Steve Toth	Partner	2005	Corporate - M&A/Private Equity	1,615.00	55.30	\$89,309.50
<b>Totals for Attorneys</b>					<b>2,360.80</b>	<b>\$2,929,374.50</b>

**Summary of Hours by Paraprofessional Billed  
From September 1, 2023 Through September 30, 2023**

<b>Professional Person</b>	<b>Position with the Applicant</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Georgia Meadow	Junior Paralegal	Restructuring	325.00	11.30	\$3,672.50
Luke Spangler	Junior Paralegal	Restructuring	325.00	9.10	\$2,957.50
Uzo Dike	Paralegal	Litigation - General	515.00	3.10	\$1,596.50
Amy Donahue	Paralegal	Restructuring	480.00	3.90	\$1,872.00
Veena Raghuraman	Support Staff	M&A Clearance	545.00	21.00	\$11,445.00
<b>Totals for Paraprofessionals</b>				<b>48.40</b>	<b>\$21,543.50</b>
<b>Grand Total</b>					<b>\$2,950,918.00</b>

**Compensation By Project Category**  
**From September 1, 2023 Through September 30, 2023**

Matter Number	Project Category Description	Total Hours	Total Fees
50	Adversary Proceeding & Contested Matter	87.90	\$109,736.50
51	Automatic Stay Matters	101.60	\$99,473.50
52	Business Operations	167.80	\$195,125.00
53	Case Administration	68.10	\$70,658.00
54	Cash Management and DIP Financing	214.50	\$262,368.50
55	Customer and Vendor Communications	89.90	\$104,228.50
56	Claims Administration and Objections	65.10	\$57,231.50
57	Official Committee Matters and Meetings	5.20	\$9,443.00
58	Use, Sale, and Disposition of Property	696.10	\$866,212.50
59	Corp. Governance & Securities Matters	46.70	\$64,923.50
60	Employee Matters	497.30	\$676,625.00
61	Executory Contracts & Unexpired Leases	114.20	\$135,569.00
62	SOFAs and Schedules	27.70	\$30,798.50
63	Hearings	19.60	\$17,870.00
64	Insurance and Surety Matters	47.70	\$63,865.00
66	K&E Retention and Fee Matters	0.50	\$687.50
67	Non-K&E Retention and Fee Matters	67.50	\$71,199.50
68	Tax Matters	53.00	\$55,508.00
69	Non-Working Travel	20.40	\$32,481.00
70	U.S. Trustee Communications & Reporting	18.40	\$26,914.00
<b>Total</b>		<b>2,409.20</b>	<b>\$2,950,918.00</b>

### Expense Summary

<b>Expense</b>	<b>Vendor (if any)</b>	<b>Unit Cost (if applicable)</b>	<b>Amount</b>
Expenses	Standard Copies or Prints	N/A	\$707.90
Expenses	Color Copies or Prints	N/A	2,322.65
Expenses	Outside Messenger Services	N/A	\$35.65
Expenses	Local Transportation	N/A	\$71.10
Expenses	Other Court Costs and Fees	N/A	\$24,391.31
Expenses	Catering Expenses	N/A	\$592.00
Expenses	Overtime Transportation	N/A	\$819.95
Expenses	Overtime Meals - Non-Attorney	N/A	\$42.00
Expenses	Overtime Meals - Attorney	N/A	\$407.78
Expenses	Computer Database Research - Soft	N/A	\$210.60
<b>Total</b>			<b>\$29,600.94</b>

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:	)	Chapter 11
	)	
YELLOW CORPORATION, <i>et al.</i> , <sup>1</sup>	)	Case No. 23-11069 (CTG)
	)	
Debtors.	)	(Jointly Administered)
	)	

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**SECOND MONTHLY  
FEE APPLICATION OF KIRKLAND & ELLIS LLP  
AND KIRKLAND & ELLIS INTERNATIONAL LLP, ATTORNEYS  
FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR THE PERIOD  
FROM SEPTEMBER 1, 2023 THROUGH AND INCLUDING SEPTEMBER 30, 2023**

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Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code, (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), the *Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Debtors and Debtors in Possession Effective as of August 6, 2023*, dated September 22, 2023 [Docket No. 639] (the “Retention Order”), the *Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief*, dated September 13, 2023 [Docket No. 519] (the “Interim Compensation Order”), and the Local Rules for the United States Bankruptcy Court District of Delaware (the “Bankruptcy Local Rules”), the law firm of Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, “K&E”), counsel for the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby files this monthly fee statement (this “Monthly Fee Statement”) for: (i) compensation in

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<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://dm.epiq11.com/YellowCorporation>. The location of the Debtors’ principal place of business and the Debtors’ service address in these chapter 11 cases is: 11500 Outlook Street, Suite 400, Overland Park, Kansas 66211.

the amount of \$2,360,734.40 (80 percent of \$2,950,918.00) for the reasonable and necessary legal services K&E rendered to the Debtors from September 1, 2023 through September 30, 2023 (the “Fee Period”); and (ii) reimbursement for the actual and necessary expenses that K&E incurred, in the amount of \$29,600.94 during the Fee Period.

#### **Itemization of Services Rendered and Disbursements Incurred**

1. In support of this Monthly Fee Statement, attached are the following exhibits:
  - **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by K&E partners, associates, and paraprofessionals during the Fee Period with respect to each of the subject matter categories K&E established in accordance with its internal billing procedures. As reflected in **Exhibit A**, K&E incurred \$2,950,918.00 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, K&E seeks reimbursement for 80 percent of such fees (\$2,360,734.40 in the aggregate).
  - **Exhibit B** is a schedule providing certain information regarding the K&E attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Attorneys and paraprofessionals of K&E have expended a total of 2,409.20 hours in connection with these chapter 11 cases during the Fee Period.
  - **Exhibit C** is a schedule for the Fee Period, setting forth the total amount of reimbursement sought with respect to each category of expenses for which K&E is seeking reimbursement in this Monthly Fee Statement. All of these disbursements comprise the requested sum for K&E’s out-of-pocket expenses.
  - **Exhibit D** consists of K&E’s records of fees and expenses incurred during the Fee Period in the rendition of the professional services to the Debtors and their estates.<sup>2</sup>

#### **Representations**

2. Although every effort has been made to include all fees and expenses incurred in the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused by accounting and processing during the Fee Period. K&E reserves the right to

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<sup>2</sup> K&E has negotiated a discounted rate for Westlaw computer-assisted legal research. Computer-assisted legal research is used whenever the researcher determines that using Westlaw is more cost effective than using traditional (non-computer assisted legal research) techniques.

make further application to this Court for allowance of such fees and expenses not included herein. Subsequent fee applications will be filed in accordance with the Bankruptcy Code, the Bankruptcy Rules, Bankruptcy Local Rules, and the Interim Compensation Order.

*[Remainder of page intentionally left blank]*

WHEREFORE, K&E requests allowance of its fees and expenses incurred during the Fee Period in the total amount of \$2,390,335.34 consisting of (a) \$2,360,734.40, which is 80 percent of the fees incurred by the Debtors for reasonable and necessary professional services rendered by K&E; and (b) \$29,600.94 for actual and necessary costs and expenses, and that such fees and expenses be paid as administrative expenses of the Debtors' estates.

Dated: November 21, 2023  
Wilmington, Delaware

/s/ Laura Davis Jones

Laura Davis Jones (DE Bar No. 2436)  
Timothy P. Cairns (DE Bar No. 4228)  
Peter J. Keane (DE Bar No. 5503)  
Edward Corma (DE Bar No. 6718)  
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Patrick J. Nash Jr., P.C. (admitted *pro hac vice*)  
David Seligman, P.C. (admitted *pro hac vice*)  
Whitney Fogelberg (admitted *pro hac vice*)  
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*Co-Counsel for the Debtors and Debtors in Possession*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:	)	Chapter 11
	)	
YELLOW CORPORATION, <i>et al.</i> , <sup>1</sup>	)	Case No. 23-11069 (CTG)
	)	
Debtors.	)	(Jointly Administered)
	)	

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**VERIFICATION OF PATRICK J. NASH, JR.**

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I, Patrick J. Nash, Jr., hereby declare the following under penalty of perjury:

1. I the president of Patrick J. Nash, Jr., P.C., a partner of the law firm of Kirkland & Ellis LLP, located at 300 North LaSalle, Chicago, Illinois 60654, and a partner of Kirkland & Ellis International, LLP. I am a member in good standing of the Bar of the State of Illinois, I have been admitted to practice in the U.S. Court of Appeals for the Sixth Circuit, the U.S. District Court for the Northern District of Illinois, and the U.S. District Court for the Eastern District of Michigan. There are no disciplinary proceedings pending against me.

2. I have personally performed many of the legal services rendered by Kirkland & Ellis LLP as general bankruptcy counsel to the Debtors and am familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Monthly Fee Statement are true and correct to the best of my knowledge, information, and belief.

4. I have reviewed Rule 2016-2 of the Local Rules of Bankruptcy Practice and Procedures of the United States Bankruptcy Court for the District of Delaware and believe that the Monthly Fee Statement for Kirkland & Ellis LLP complies with Rule 2016-2.

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<sup>1</sup> A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://dm.epiq11.com/YellowCorporation>. The location of the Debtors' principal place of business and the Debtors' service address in these chapter 11 cases is: 11500 Outlook Street, Suite 400, Overland Park, Kansas 66211.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: November 21, 2023

Respectfully submitted,

*/s/ Patrick J. Nash, Jr.*

Patrick J. Nash, Jr.

as President of Patrick J. Nash, Jr., P.C., as Partner  
of Kirkland & Ellis LLP; and as Partner of Kirkland  
& Ellis International LLP